EXHIBIT 1

(PART V)

08-13555-mg Doc 2342-7 Filed 12/22/08 Entered 12/22/08 08:55:53 Exhibit 1 (Part 5) Pg 2 of 33

EXHIBIT H

Draw Request Form



Welcome to Corus' Construction Loan Package

We have attempted to make this as easy as possible to use.

We have listed below some general information to help you complete these forms.

This program uses macros which must be enabled, note you should ensure that you have up to date Virus scanning software as we can not control what may have happened to these files after they were issued.

You should add the "Draw Forms toolbar" to your Excel Menu, for help in doing it, click the blue box

For many of the macros, the action performed is based upon the location of the active (i.e. selected) cell at the time the macro is started.

Fields you can edit or select, are typically shaded gray.



DOCUMENTATION REQUIRED FROM BORROWER

One complete package to Corus and, unless noted otherwise (UNO), identical package to Inspecting Consultant (IC)

Monthly Disbursement Package

Corus' Borrower's Sworn Statement (BSS), certified and notarized, including:

- o Corus' BSS Requested Disbursement Summary & Current Budget
- Corus' BSS Disbursement Requests Worksheet
- o Copies of all Executed and/or Pending Contracts issued/negotiated since prior month's submittal
- Copies of any Invoices evidencing or creating all Soft Costs
- o For Condominium Projects: Reconciliation of purchase contracts/deposits (UNO); and reconciliation of upgrade deposits (on Corus form)
- Contractor's Pay Application package and Monthly Report Submission (see below for details)

Submissions to Corus and IC, as received by Borrower, but preferably with monthly package

- Meeting Minutes (Owner/Architect/Contractor [OAC], pencil draw, conflict resolution, etc.)
- o Correspondence between Borrower & Contractor related to Budget, Schedule, Liens, Claims, etc.
- o Architect's and/or Engineer's Field Reports
- Soils and/or Material Testing Reports (concrete, steel, special, etc.)
- Cover page, altered and signature pages of all Executed Subcontracts to Corus, complete Subcontracts to IC
- o Permits issued since prior month, whether to Borrower or Contractor
- o Insurance Certificates (with Corus & Borrower as additional insured, except Professional Liability certificates. Refer to specific insurance requirements in Loan Agreement Exhibit) (UNO)
- Payment & Performance Bonds (with Corus & Borrower as multiple obligees)
- Code Required Inspections or Certifications
- Borrower's Project Status Narrative addressing:
 - o Executive Summary
 - o Major Current Issues
 - o Project Budget, Contingency Status
 - Project Schedule and Construction Status
 - o Marketing, Sales and/or Leasing Status
 - Design and/or Design enhancements; Municipal and/or Neighborhood issues
 - o For Condominium Projects: Home Owner's Assoc., Dept. of Real Estate



DOCUMENTATION REQUIRED FROM BORROWER

One complete package to Corus and, unless noted otherwise (UNO), identical package to Inspecting Consultant (IC)

Contractor's Pay Application and Monthly Report Submission to Borrower

- Corus Modified AIA G702 forms certified and notarized
- o Corus Modified AIA G703 form
- o All Subcontractor, suppliers and materialmen pay applications and/or invoices substantiating individual lines of the Schedule of Values with payment requested
- o Contractor's Lien Waiver tracking log and Lien Waivers for Contractor, and all Subcontractors, suppliers and materialmen who have and/or are requesting payment.
- Contractor's Contingency Transfer Log (Corus interactive form)
- Contractor's Stored Materials Log (Corus interactive form) and for each item newly listed for payment, the following are required:
 - Bailee's Letter (as attached to Loan Agreement as Exhibit)
 - Verification of inventory and digital color pictures taken at storage facility by Design Professional (DP) who will or has reviewed shop drawings and/or submittals for materials
 - Pay Application or invoice from Subcontractor, certified by verifying DP
 - Certificate of Insurance from Subcontractor or Warehouse, acknowledging the stored materials for the named and addressed project site, and naming Corus and Borrower as Loss Payees
 - Detailed Bill of Sale
- Bond & Insurance Log (on Corus interactive form)
- o Change Order (CO) Log
- o CO's (executed cover sheet only for Corus, full CO with all back-up for IC)
- Pending CO Log, Construction Change Directive (CCD) Log and/or Cost Issue Log
- Request for Information (RFI) Log
- Drawing and/or Specification Changes Log
- o Shop Drawing & Submittal Log
- o Permits &/or Development Authority Approvals, Municipal &/or Threshold Inspections Logs, etc.
- o Updated Construction Schedule (CPM)
- o Project Team Directory including all subs, consultants, etc.
- o Contractor's Project Status Narrative addressing:
 - o Executive Summary
 - o Major Issues &/or Pending Discussions (claims)
 - o All correspondence between Borrower and Contractor related to Major Issues
 - o Activity by Subs
 - o One-Month Look Ahead
 - o Color Progress Photos, including digital copy sent via email to project team

		Borrower's Sworn Statement	rn State	ment	
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retired: Colub Data N.D.		Adile .	Enfity:	borrower's Legal Forthy:	Name
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	Supporting	Name			Addrs
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Borrower: Contact	Signatory	Name	Borrow	Borrower's Contact:	Name
		Tel No.			Addrs
	Authorized	Name			Addrs
	Representative	Tel No.			City/St/Zip
Loan Agreement: For reference only.	Loan No.:	1234	Project	Project short name:	Project Short Name
	Dated .	may 16, 2003	Decision	a conce	
Construction Agreement: For the Agreement is dated:	For reference only,	May 18, 1903	location:	roject name & location:	Name Addrs
					Addrs
Borrower's requested disbursement	rsement	# 2			City/St/Zip
Contractor's payment application	ation	0 #	Date of	Date of disbursement requested:	
Borrower requests a disbursement of Loan proceeds in the following amounts and for the following purposes:	nent of Loan proceeds in th	e following amounts and for th	ıe followin	:sasodind f	
Requested disbursement for construction costs being the amount set forth on Contractor's Application for Payment (Corus Modified AIA Form G702)	onstruction costs being the lyment (Corus Modified AIA	amount set forth on Form G702)	₩	i.	
Requested disbursement for other Hard Costs	ther Hard Costs		€3	•	
Requested disbursement for Soft Costs	off Costs		₩	•	
		Total disbursements:	69	3	
Less Equity and Other Funds			↔		
		Total amount requested:	₩		
Less Interest Reserve (Budget Line #15	Line # 15)		₩	*	
Less Loan fees and expenses			₩	•	
	TOTAL A	TOTAL AMOUNT TO BE FOWARDED	₩.		
1 to	wing (check applicable):				
BSS Disbursement Worksh requested disbursement, re Summary & Budget, also at	heef, setting forth on a line by I econciled against, and consiste ittached,	BSS Disbursement Worksheet, setting forth on a line by line basis, the amount of this requested disbursement, reconciled against, and consistent with the BSS Disbursement Summany & Budget, also attached.	□ ≥ 9 5	Modified AIA Form G702 executed by and reviewed and approved by Borro noted in its similar check-box listing.	Modified AIA Form G702 executed by Contractor, certified by Architect of Record, and reviewed and approved by Borrower's Representative, including all attachments noted in its similar check-box listing.
☐ All Executed and Pending C	All Executed and Pending Contracts, since last sworn statement	itement,		Modified AIA Form G703 including copies of requests for payment by all subcontractors and materialmen.	pies of requests for payment by all
Copies of any involces evid	evidencing or creating all Soft Costs	ats.		For condominium projects and or offic Deposits form.	For condominum projects and or office, retail: Reconciliation of Tenant Upgrades & Deposits form.

Certification by Borrower

Borrower hereby represents and warrants to the Lender, on the date of this requested disbursement, as follows, except as set forth in any notice heretofore delivered to Lender in accordance with the Loan Agreement:

- (1) all representations and warranties set forth in the Loan Agreement are true, accurate and complete as of the date hereof;
- (2) to the best of Contractor's knowledge, information and belief, the Work (as defined in the Construction Contract) covered by this Application has been completed substantially in accordance with the Contract Documents (as defined in the Construction Contract) and all currently applicable building codes and ordinances;
- (3) all amounts have been paid to the Contractor, Subcontractors and Suppliers for Work of which previous Applications were issued and payments have been received from the Owner/Borrower;
- (4) all conditions precedent set forth in the Loan Agreement applicable to the requested disbursement hereby have been satisfied or waived in writing by Lender:
- (6) with respect to improvements on the Property, all contracts for work, or services, to be provided or material to be fumished relative to the contemplated improvements, entered into a to be entered into by Borrower are listed on the BSS Disbursement Worksheet (even if no funds have yet been requested); (5) Borrower is thoroughly familiar with all the facts and circumstances concerning the Project and the property on which the Project is located (the "Property");
- (7) the contracts listed and their reconciliation on the BSS Disbursement Worksheet is a true and complete statement of all such contracts for which payment shall be or, is now requested, or, previous payments and balances due, if any;
- (8) the Change Order Logs attached are an accurate and complete schedule of all change orders contemplated, initiated and/or approved by the parties since the date of the last Application, and to Contractor's knowledge, no other change order or amendment, modification or supplement is currently required to the Contract Documents, or the Construction Schedule, to substantially complete the Project on, or before, the substantial completion date set forth in the Construction Contract;
 - (9) the RFI Log &, Drawing & Specification Changes Log attached set forth all changes and modifications to the Contract Documents, including field changes and drawing revisions, since the date of the last Application; and
 - 10) to Borrower's knowledge, no change orders or other amendments, modifications or supplements not listed in any of the attachments shall be required by the Construction Contract to complete the Project in accordance with the Loan Agreement;
- (11) the Reconciliation of Upgrades & Deposits for condominiums ("upgrades") or commercial tenant improvements ("Tis") is a complete statement, by unit or leased space, of all upgrades/Tis, upgrade/Ti deposits, and cost of the upgrades/Tis and/or other information set forth herein;

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04_12-28

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Borrower's Disbursement #: Contractor's Pay Application #: Period from: Period to: Contractor's Contract Date (101 100)	1/3/1	2 0 1/1/2004 1/31/2004 5/18/1903			SAMPI	LE FOR	BSS Disbursement Sammary & Current Budget Project Short Name SAMPLE FORM ONLY, Corus will customize to specific Project's budget	ement San Project S Sorus Wil	ment Summary & C. Project Short Name orus Will Customiz	Current e ize to s	Budget specific P	rojecť	s buc	iget					
Net Saleable/Rentable SF: Contractor's Original Contract Amt: \$	ž	PSF	Commitment Budget	S	Prior Change Ordera & Realthospione	ច	Current Change Orders & Reallocations	Chang	Total Change Orders & Paultonions	υ¥#	Current Adjusted	Prior Disbursements	ments	Current Disbursements		Total Disbursements		Balance to	% Complete
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Servicing Use Only:
Inspecting Consultant Report
Draw Amount Approved
Project Budger
Balance to Finish
Title Insurance:

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Borrower's Disbursement Reference Number: 0

BSS Disbursement Worksheet

Contractor's Pay Application #:

Period from: Period to:

1/1/2004 1/31/2004

To Save new application number or date data for listing above, use "Save Disb Info" icon.

ENTER CONTRACTOR'S APPLICATION NUMBER AND DISBURSEMENT DATES ABOVE, THEN BELOW, ONLY IN, COLUMNS [A], [B], [C] and [D] ENTER REQUESTS

Cells that are gray can be selected and filled-in, or after selecting:

- For each new Request: Use "Insert Line" icon or <Control> and "n" to insert a new row below selected ceil
- For each new Contract: Use "Insert Sub-category" icon or <Control> + <Shift> and "N" to insert a new sub-category under that Budget line item.

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Borrower's Disbursement Reference Number:



BSS Disbursement Worksheet

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9.01 Roll U	[A] [B] Legal/Other Consultants Transaction description 1 Example Co. (with a \$50 invoice due) Totals [p Total Tee/Const. Oversight/Gen. Conditions [A] [B] Dev. Fee/Const. Oversight/Gen. Conditions	\$ \$ \$	750,000 750,000 750,000 800,000	ICI All Change Orders & Resillocations \$ \$	S S Curren Reallo	cations	S [I	& Prior sements 50 50 50 60 80 80 80 80 80 80 80 80 80 80 80 80 80	\$ \$ This R	•	\$	749,950 749,950	Percent Complete
9.01 Roll U	[A] [B] Legal/Other Consultants Transaction description 1 Example Co. (with a \$50 invoice due) Totals [ce/Const. Oversight/Gen. Conditions [A] [B] Dev. Fee/Const. Oversight/Gen. Conditions	\$ \$ \$	750,000 750,000 750,000 800,000	IC] All Change Orders & Reallocations \$ \$ All Change Orders All Change Orders	Reallo S S	cations	Current Disburs \$ \$ \$ Current Current	& Prior sements 50 50 50 60 80 80 80 80 80 80 80 80 80 80 80 80 80	\$ 5	•	\$	749,950 749,950 Balance to	Percent O% Percent
9.01 Roll U	[A] [B] Legal/Other Consultants Transaction description 1 Example Co. (with a \$50 invoice due) Totals [P Total [A] [B] Dev. Fee/Const. Oversight/Gen. Conditions Transaction description I Example Co. (with a \$50 invoice due)	\$ \$ \$ \$	750,000 750,000 750,000 800,000	IC All Change Orders & Resillocations \$ \$ IC All Change Orders & Resillocations	Reallo S S Corren Reallo S	eations R CO & cations	S \$ Current Disburs \$ Current Disburs \$	50 S0	S S This R	•	- 5	749,950 749,950 Balance to Complete	Percent Complete 0% 0% Percent Complete
9.01 Roll U	[A] [B] Legal/Other Consultants Transaction description 1 Example Co. (with a \$50 invoice due) Totals [p Total Tee/Const. Oversight/Gen. Conditions [A] [B] Dev. Fee/Const. Oversight/Gen. Conditions	\$ \$ \$	750,000 750,000 750,000 800,000	IC All Change Orders & Resillocations \$ \$ IC All Change Orders & Resillocations	S S Curren Reallo	cations	S [I	& Prior sements 50 50 50 60 80 80 80 80 80 80 80 80 80 80 80 80 80	\$ \$ This R	•	\$	749,950 749,950 Balance to	Percent O% Percent
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9.01 Roll U 10 Dev. F	[A] [B] Legal/Other Consultants Transaction description 1 Example Co. (with a \$50 invoice due) Totals [P Total Tee/Const. Oversight/Gen. Conditions [A] [B] Dev. Fee/Const. Oversight/Gen. Conditions Transaction description I Example Co. (with a \$50 invoice due)	\$ \$ \$ \$	750,000 750,000 750,000 800,000 800,000	ICI All Change Orders & Resilocations \$ - \$ - {C All Change Orders & Reallocations	S S Current Reallo	eations at CO & cations	S \$ Current Disburs \$ Current Disburs \$	50 S0	S S This R	equest	- 5	749,950 749,950 Balance to Complete	Percent Complete 0% 0% Percent Complete
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Borrower's Disbursement Reference Number:



BSS Disbursement Worksheet

	aing/Marketing	\$	676,000						
	[A] [B]			[C]		[D]			
12.01	Advertising/Marketing	S	675,000	All Change Orders	Current CO &	Current & Prior			Perc
	Transaction description			& Realiocations	Reallocations	Disbursements	This Request	Complete	Comp
	l Example Co. (with a \$50 invoice d	luc)			5 -	\$ 50	s -		
	m	_						-	
	Totals		675,000	<u>s</u> -	<u>s</u> -	S 50	s -	\$ 674,950	
Name of the			C## 600						
Roll Up) (O(2)	\$	675,000	<u>, </u>	S -	\$ 50	<u> </u>	\$ 674,950	
TACREIME	Commissions	\$	400,000						
43.01	[A] (B)			[C]		(D)	····		
13.01	Leasing Commissions	\$	400,000	All Change Orders	Current CO &	Current & Prior		# Balance to	Perc
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Bastesa			272 00D						-
Broker		\$	576,000	ic.		Page 2			
14.01	[A] [B] Brokerage Fee	s	575 000	[C] All Change Orders	Current CO &	(D)		# Balance to	n
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	t Reserve	÷	400,000		-	J. J. ()		* 21402A)	
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15.01	Interest Reserve	\$	403 000	All Change Orders	Current CO &	Current & Prior	···	# Balance to	Perc
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	1 Example Co. (with a 330 invoice of	ше)			•	3 30	•		
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	30000		400,000					3 377,730	
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								5 377,770	_
Lender	's Monthly Expenses		400.000						
/ Lender	's Monthly Expenses	\$	400,000			mi			_
	[A] [B]	<u> </u>	···	[C]	Current CO &	[D]		# Balance to	Perc
7 Lender 97.1	[A] [B] Lender's Monthly Expenses	\$ S	···	[C] All Change Orders	Current CO & Reallocations	Current & Prior	This Request	# Balance to	
	[A] [B] Lender's Monthly Expenses Transaction description	<u> </u>	···	[C]	Reallocations	Current & Prior Disbursements	This Request		Perc Comp
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97.1	[A] [B] Lender's Monthly Expenses Transaction description 1 Example Totals	s	400,000	All Change Orders & Reallocations	Reallocations \$ -	Current & Prior Disbursements \$ 50 \$. 50	\$ - \$ -	Complete \$ 399,950	
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97.1 Roll Up	[A] [B] Lender's Monthly Expenses Transaction description 1 Example Totals	s	400,000	All Change Orders & Reallocations	Reallocations \$ -	Current & Prior Disbursements \$ 50 \$. 50	\$ - \$ -	Complete \$ 399,950	
97.1 Roll Up	[A] [B] Lender's Monthly Expenses Transaction description 1 Example Totals Total ENCY	\$ \$	400,000 400,000 400,000	All Change Orders & Reallocations	Reallocations \$ -	Current & Prior Disbursements \$ 50 \$. 50	\$ - \$ -	Complete \$ 399,950	
97.1 Roll Up	[A] [B] Lender's Monthly Expenses Transaction description 1 Example Totals Total ENCY Costs Contingency	s	400,000	All Change Orders & Reallocations	Reallocations \$ -	Current & Prior Disbursements \$ 50 \$.50 \$ 50	\$ - \$ -	Complete \$ 399,950	
97.1 Roll Up NTING Hard C	[A] [B] Lender's Monthly Expenses Transaction description 1 Example Totals Total ENCY Costs Contingency [A] [B]	\$	400,000 400,000 400,000	All Change Orders & Reallocations S	Reallocations S - S -	Current & Prior Disbursements \$ 50 \$ 50 \$ 50	\$ - \$ -	Complete \$ 399,950 \$ 399,950	Com
97.1 Roll Up	[A] [B] Lender's Monthly Expenses Transaction description 1 Example Totals Potal ENCY Costs Contingency [A] [B] Hard Costs Contingency	\$ \$	400,000 400,000 400,000	ICI All Change Orders & Reallocations \$ \$ ICI All Change Orders	Reallocations \$ - \$ - \$ -	Current & Prior Disbursements \$ 50 \$.50 \$.50 Current & Prior Disbursements Current & Prior Disbursements	\$ - \$ -	Complete \$ 399,950 \$ 399,950	Pen
97.1 Roll Up NTING B Hard C	[A] [B] Lender's Monthly Expenses Transaction description 1 Example Totals D Total ENCY Costs Contingency [A] [B] Hard Costs Contingency Transaction description	\$	400,000 400,000 400,000	All Change Orders & Reallocations S	Reallocations S - S - Current CO & Reallocations	Current & Prior Disbursements \$ 50 \$ 50 \$ 50	S - S -	Complete \$ 399,950 \$ 399,950	Pen
97.1 Roll Up NTING B Hard C	[A] [B] Lender's Monthly Expenses Transaction description 1 Example Totals Potal ENCY Costs Contingency [A] [B] Hard Costs Contingency	\$	400,000 400,000 400,000	ICI All Change Orders & Reallocations \$ \$ ICI All Change Orders	Reallocations \$ - \$ - \$ -	Current & Prior Disbursements \$ 50 \$.50 \$.50 Current & Prior Disbursements Current & Prior Disbursements	\$ - \$ -	Complete \$ 399,950 \$ 399,950	Pen
97.1 Roll Up NTING B Hard C	[A] [B] Lender's Monthly Expenses Transaction description 1 Example Totals Total ENCY Costs Contingency [A] [B] Hard Costs Contingency Transaction description	\$ \$	400,000 400,000 400,000 400,000	S	Reallocations S - S - Current CO & Reallocations S	Current & Prior Disbursements \$ 50 \$ 50 \$ 50 Current & Prior Disbursements	S - S - This Request	\$ 399,950 \$ 399,950 \$ Balance to Complete	Pero
97.1 Roll Up NTING B Hard C	[A] [B] Lender's Monthly Expenses Transaction description 1 Example Totals D Total ENCY Costs Contingency [A] [B] Hard Costs Contingency Transaction description	\$	400,000 400,000 400,000	S	Reallocations S - S - Current CO & Reallocations	Current & Prior Disbursements \$ 50 \$.50 \$.50 Current & Prior Disbursements Current & Prior Disbursements	S - S -	Complete \$ 399,950 \$ 399,950	Pero
97.1 Roll Up NTING Hard C	[A] [B] Lender's Monthly Expenses Transaction description 1 Example Totals D'Total ENCY Costs Contingency [A] [B] Hard Costs Contingency Transaction description 1 Totals	\$ \$	400,000 400,000 400,000 400,000	S	Reallocations S - S - Current CO & Reallocations S	Current & Prior Disbursements \$ 50 \$ 50 \$ 50 Current & Prior Disbursements	S - S - This Request	\$ 399,950 \$ 399,950 \$ Balance to Complete	Pen
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Atta	sched hereto are the following (check ap	nlicable):						
	Contractor's, Architect of Record's, and Borro		notarized					
_	signatures on Mod AIA Form G702 Certificate	s for Payment (on follow	wing page)	ш	Contractor's General Conditions Worksheet			
	Corus' Modified AIA Form G703 Continuation Certification for Payment	Sheet - Contractor's A	pplication &		Change Order Log & CO's (executed cover sheet only for Col for Inspecting Consultant)	rus, full	CO with	all back-up
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	Contractor's Stored Materials Log (Corus Inter				Updated Construction Schedule (changes made since last pa	y applic	ation)	
	Bailee's Letter, Bill of Sale, Insurance Certifice being requisitioned this pay application	ate, etc. for each mater	rial stored off-site	0	Copies of all new Permits &/or Development Authority Approvinspections, etc. either obtained by Contractor(s) or Borrower	rals, Mu	nicipal &	/or Threshold
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08-13555-mg Doc 2342-7 Filed 12/22/08 Entered 12/22/08 08:55:53 Exhibit 1 (Part 5) Pg 14 of 33

Contractor's Certificate for PAYMENT

This Certificate is delivered to Owner/Borrower, pursuant to the terms of a Construction Loan Agreement (the "Loan Agreement") between Owner/Borrower and Corus Bank N.A. ("Lender") and pursuant to the agreement for construction of the Project between Owner and Contractor (the "Construction Contract"). As of the date of this Application, Contractor hereby represents and warrants to Borrower as (pilows:

- (1) the Contractor has carried out and supervised the construction of the Project to date;
- (2) to the best of Contractor's knowledge, information and belief, the Work (as defined in the Construction Contract) covered by this Application has been completed substantially in accordance with the Contract Documents (as defined in the Construction Contract) and all applicable building codes;
- (3) all amounts have been paid to the Contractor for Work of which previous Applications were Issued and payments have been received from the Owner/Borrower,
- (4) current payments shown herein are now due and payable;
- (5) no default has occurred under the terms of the Construction Contract as of the date hereof,
- (6) the lien waiver log attached is an accurate and complete schedule of all lien waivers heretofore delivered:
- (7) construction of the Project is being diligently prosecuted substantially in accordance with the Construction Schedule attached hereto:
- (8) the change order log attached is an accurate and complete schedule of all change orders pending or agreed to by the parties since the date of the last Application, and to Contractor's knowledge, no other change order or amendment, modification or supplement is currently required to the Contract Documents, or the Construction Schedule, to substantially complete the Project on, or before, the substantial completion date set forth in the Construction Contract;
- (9) the drawing changes log attached sets forth all changes and modifications to the Contract Documents, including field changes and drawing revisions, since the date of the last Application; and
- (10) minutes of all meetings among Contractor, Owner/Borrower and Architect since the date of the last Application are those attached.

54.10	20111201011	
County of	By:	****
Subscribed and Sworn before me this day of	200 Name:	
	Title	

Notary Public (Seal) My Commission expires:	Dated:	
Architect of Record's Certificate for Payment		
in accordance with the Contract Documents, based on limited on-site observa Architect's knowledge, information and belief the Work has progressed as ind AMCUNIT CERTIFIED.	ations and the documents comprising the application for payme licated, the quality of the Work is substantially in accordance wi	nt, the Architect certifies to the Owner/Borrower that to the best of the the Contract Documents, and the Contractor is entitled to payment of the
AMOUNT CERTIFIED \$.		
To the best of the Architect's knowledge the AMOUNT CERTIFIED is payable Borrower/Owner or Contractor under the Contract Documents. Architect here (1) construction of the Project appears to be being diligently prosecuted in ac (2) the Change Order Log attached is an accurate and complete schedule of (3) the Orawing Changes Log attached sets forth all changes and modification (4) the Contract Documents, as revised and so indicated in the Drawings Cha	by represents to Borrower/Owner that: cordance with the Construction Schedule attached hereto; all change orders contemplated, initiated and/or approved by the ins to the Contract Documents executed by the undersigned, sin	a undersigned and/or Owner/Borrower, ce the date of the last Application; and
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Subscribed and Sworn before me this day of	, 200 Name	
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Notary Public (Seal) My Commission expires:	Daled:	
Owner's/Borrower's Authorized Representative Certificate for Payr	nent	
The Owner's / Borrower's Authorized Representative has thoroughly reviewed belief, the Contractor is entitled to payment of the AMOUNT CERTIFIED above	d and approved the documents comprising the application for p ve.	syment, and to the best of the Representative's knowledge, information and
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08-13555-mg Doc 2342-7 Filed 12/22/08 Entered 12/22/08 08:55:53 Exhibit 1 (Part 5) Pg 15 of 33

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Contr Bond & Ins Log

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#### EXHIBIT I

#### Control Letter

#### ESCROW AGENT CONTROL AGREEMENT

		, 2005
39591	Bank, N.A. N. Lincoln Avenue go, IL 60613	,
Attent	ion:	
Re:	Safari Drive Condominiums, Scottsdale, Arizo	na

Ladies and Gentlemen:

Reference is hereby made to that certain Construction Loan Agreement (the "Loan Agreement") between Corus Bank, N.A. ("Lender"), and Riverwalk Square Development, LLC, an Arizona limited liability company ("Borrower"). Capitalized terms used in this letter agreement (this "Agreement") and not otherwise defined shall have the meanings ascribed to such terms in the Loan Agreement.

The undersigned (the "Escrow Agent") has agreed pursuant to the Escrow Agreement dated ______, 2005 (the "Escrow Agreement") to act as Escrow Agent in connection with the sale of Units. In such capacity, the Escrow Agent will receive certain earnest money and upgrade deposits (the "Deposits") of Unit Purchasers under the Sale Agreements from Borrower and shall deposit such funds into an account or accounts under the sole dominion and control of the Escrow Agent. The Escrow Agent has been advised by Borrower that Borrower has assigned, pledged and granted a security interest to Lender of all of its interests in this Escrow Agreement and the Deposits and any proceeds thereof, now or hereafter becoming due, owing or payable by or through the Escrow Agent, as escrow agent, to Borrower.

Borrower hereby irrevocably designates and directs, and the Escrow Agent hereby agrees, that in the event Escrow Agent becomes obligated to release or pay a Deposit to Borrower pursuant to the Escrow Agreement (or otherwise determines to release a Deposit to Borrower), Escrow Agent shall, subject to the rights and obligations of the Escrow Agent under the Escrow Agreement, instead pay or cause the payment of such Deposit directly to Lender for application pursuant to the Loan Agreement. Borrower hereby irrevocably directs the Escrow Agent to pay the Deposits as aforesaid and releases the Escrow Agent from any and all liability for applying the Deposits as set forth herein. Borrower shall have no right to terminate such direction except with the written consent of Lender (which consent Lender shall promptly give if the indebtedness under the Loan Agreement is repaid in full).

No direction given by Borrower pursuant to [Reference applicable section of Escrow Agreement] shall be valid (or complied with by Escrow Agent) unless consented to in writing

by Lender. Subject to the express limitations contained in this Agreement, Borrower may continue to take all actions it is entitled to take under the Escrow Agreement; <u>provided</u>, <u>however</u>, that following receipt of written notice ("<u>Lender's Election Notice</u>") from Lender to Escrow Agent that (x) an "Event of Default" exists under the Loan Agreement and (y) Lender has elected to exercise Borrower's rights hereunder, then (i) Borrower may no longer exercise such rights and (ii) Lender shall be the party entitled to do so.

If required by Lender, Borrower and Escrow Agent agree that the depository bank for all Deposits shall be Lender.

Lender hereby acknowledges and agrees that the Borrower's rights to the Deposits are subject to the rights of the Unit Purchasers to such Deposits as set forth in the Sales Agreements and under applicable laws, and that the Escrow Agent may be obligated to return the Deposits to such Unit Purchasers when and as so required. Lender's consent shall not be required for return of Deposits to Unit Purchasers when so required by the applicable Sales Agreement and/or under applicable law.

In the event: (i) Escrow Agent shall receive contradictory instructions from Borrower, Lender or any Unit Purchaser (except that any instructions given by Borrower after Escrow Agent has received Lender's Election Notice shall be invalid and of no force or effect); (ii) there is any dispute between Borrower, Lender or any Unit Purchaser with respect to any matter arising under the Escrow Agreement or hereunder (except that any instructions given by Borrower after Escrow Agent has received Lender's Election Notice shall be invalid and of no force or effect); or (iii) there shall be uncertainty as to the meaning or the applicability of any of the provisions of the Escrow Agreement or hereof, or as to any duties thereunder or hereunder, or as to the meaning of any instructions received by Escrow Agent, Escrow Agent, at its option and at any time thereafter, may refuse to take any action, and not be liable for such refusal, until the rights of the parties have been finally adjudicated or Escrow Agent receives written direction signed by each of the parties involved, or Escrow Agent may deliver the Deposit involved or any portion thereof, as applicable, to any court in the State of having appropriate jurisdiction, or Escrow Agent may deliver the Deposit to a substitute escrow agent appointed in accordance with the Escrow Agreement and this letter agreement. Upon making such delivery to the court or a substitute escrow agent, Escrow Agent shall thereupon be discharged and released from any and all liability hereunder with respect to the Deposit or the portion thereof so delivered.

Borrower and Lender recognize and acknowledge that Escrow Agent is serving as escrow agent under the Escrow Agreement and hereunder solely as an accommodation, and they each agree that Escrow Agent shall not be liable to either of them for any act or omission hereunder, any mistake of fact or error of judgment, or any matter or thing arising out of Escrow Agent's conduct hereunder, except for its willful misfeasance, gross negligence or violation of its express contractual obligations hereunder.

Borrower hereby agrees to indemnify Escrow Agent and pay all costs, damages, judgments and expenses, including attorneys' fees and disbursements, suffered or incurred by Escrow Agent in connection with or arising out of this Agreement.

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Escrow Agent shall not be liable for complying with applicable laws or the terms of the Sales Agreements. Escrow Agent is authorized to act upon any document believed by it to be genuine and to be signed by the proper party or parties, and will incur no liability in so acting. The Escrow Agent shall have no obligation with respect to Deposits not paid to the Escrow Agent.

Upon termination of the duties of Escrow Agent, Escrow Agent shall deliver any and all funds held by it in escrow and any and all Sales Agreements and associated documents maintained by Escrow Agent to the new Escrow Agent, if there be one, or to a court of competent jurisdiction, as applicable. No election by Borrower to change escrow agents shall be effective unless consented to in writing by Lender.

This Agreement shall not be amended or revoked without the written consent of Lender. This Agreement shall be binding upon and shall inure to the benefit of Borrower, Lender, and the Escrow Agent and their respective successors and assigns. This Agreement shall be governed by and construed in accordance with the laws of the State of ______. This Agreement may be executed in one or more counterparts, each of which shall be an original and all of which together shall constitute a single agreement.

Very truly yours,

{Escrow Agent}

By:	
Name:	_
Title:	_

08-13555-mg Doc 2342-7 Filed 12/22/08 Entered 12/22/08 08:55:53 Exhibit 1 (Part 5) Pg 23 of 33

# ACKNOWLEDGEMENT AND AGREEMENT

Borrower hereby authorizes and directs Escrow Agent to execute the above letter agreement and agrees to be bound thereby in all respects. Escrow Agent shall have no liability to Borrower for complying with such letter agreement and Borrower releases Escrow Agent from any such liability.

	, a
By:	
By: Name: Title:	
Title:	

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# EXHIBIT J

Approved Plans and Specifications

(see attached)

# Exhibit C-1 Project Plan List

# Safari Drive Plan Listing

 4			

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A21.0	10/11/2005	1	10/11/2005	A22.3	10/11/2005	1	10/11/2005
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S22.3a	8/8/2005	None	None				1401.0
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E2.0	8/8/2005	1	10/7/2005	E5.1	8/8/2005	None	None
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Sheet S1.01 S1.02 S1.03 S23.1 S23.2 S23.3 S23.4 S23.5 S23.6 S23.7 S23.8 S23.8	Box Date 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005	Rev No None None None None None None None No	None None None None None None None None	\$23.26 \$23.27 \$23.28 \$23.29 \$23.30 \$23.31 \$23.32 \$23.33 \$23.34	10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005	None None None None None None None None	None None None None None None None None
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08-13555-mg Doc 2342-7 Filed 12/22/08 Entered 12/22/08 08:55:53 Exhibit 1 (Part 5) Pg 29 of 33

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M23.24	10/24/2005	None	None	. M6.0	10/24/2005	None	None
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P20.0 P21.0 P21.1 P21.2 · P21.3	10/24/2005 10/24/2005 10/24/2005 10/24/2005	None None None None	None None None None None	P23.26 P23.27 P23.28 P23.29 P23.30	10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005	None None None None None	None None None None None
20.0 21.0 21.1 21.2 21.3 21.4	10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005	None None None None None	None None None None None	P23.26 P23.27 P23.28 P23.29 P23.30 P23.31	10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005	None None None None None	None None None None None
220.0 221.0 221.1 221.2 221.3 221.4 221.5	10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005	None None None None None None	None None None None None None	P23.26 P23.27 P23.28 P23.29 P23.30 P23.31 P23.32	10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005	None None None None None None	None None None None None None
220.0 221.0 221.1 221.2 221.3 221.4 221.5 223.1 223.2	10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005	None None None None None None None	None None None None None None None	P23.26 P23.27 P23.28 P23.29 P23.30 P23.31 P23.32 P23.33	10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005	None None None None None None None	None None None None None None None
220.0 221.0 221.1 221.2 221.3 221.4 221.5 223.1 223.2 223.3	10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005	None None None None None None	None None None None None None None None	P23.26 P23.27 P23.28 P23.29 P23.30 P23.31 P23.32 P23.33 P23.34	10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005	None None None None None None None	None None None None None None None
220.0 221.0 221.1 221.2 221.3 221.4 221.5 223.1 223.2 223.3 223.4	10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005	None None None None None None None None	None None None None None None None None	P23.26 P23.27 P23.28 P23.30 P23.31 P23.32 P23.33 P23.34 P4.00	10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005	None None None None None None None None	None None None None None None None None
P20.0 P21.0 P21.1 P21.2 P21.3 P21.4 P21.5 P23.1 P23.2 P23.3 P23.4 P23.5	10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005	None None None None None None None None	None None None None None None None None	P23.26 P23.27 P23.28 P23.29 P23.30 P23.31 P23.32 P23.33 P23.34 P4.00 P4.30	10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005	None None None None None None None None	None None None None None None None None
P20.0 P21.0 P21.1 P21.2 P21.3 P21.4 P21.5 P23.1 P23.2 P23.3 P23.4 P23.5 P23.6	10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005	None None None None None None None None	None None None None None None None None	P23.26 P23.27 P23.28 P23.29 P23.30 P23.31 P23.32 P23.33 P23.34 P4.00 P4.30 P4.40	10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005	None None None None None None None None	None None None None None None None None
P20.0 P21.0 P21.1 P21.2 P21.3 P21.4 P21.5 P23.1 P23.2 P23.3 P23.4 P23.5 P23.6 P23.7	10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005	None None None None None None None None	None None None None None None None None	P23.26 P23.27 P23.28 P23.29 P23.30 P23.31 P23.32 P23.33 P23.34 P4.00 P4.30 P4.40 P4.41	10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005	None None None None None None None None	None None None None None None None None
P20.0 P21.0 P21.1 P21.2 P21.3 P21.4 P21.5 P23.1 P23.2 P23.3 P23.4 P23.6 P23.7 P23.8	10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005	None None None None None None None None	None None None None None None None None	P23.26 P23.27 P23.28 P23.29 P23.30 P23.31 P23.32 P23.33 P23.34 P4.00 P4.30 P4.40 P4.41 P4.42	10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005	None None None None None None None None	None None None None None None None None
P20.0 P21.0 P21.1 P21.2 P21.3 P21.4 P21.5 P23.1 P23.2 P23.3 P23.4 P23.5 P23.7 P23.8 P23.8 P23.9	10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005	None None None None None None None None	None None None None None None None None	P23.26 P23.27 P23.28 P23.29 P23.30 P23.31 P23.32 P23.33 P23.34 P4.00 P4.30 P4.40 P4.41 P4.42 P5.00	10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005	None None None None None None None None	None None None None None None None None
P20.0 P21.0 P21.1 P21.2 P21.3 P21.4 P21.5 P23.1 P23.2 P23.3 P23.4 P23.6 P23.7 P23.8	10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005	None None None None None None None None	None None None None None None None None	P23.26 P23.27 P23.28 P23.29 P23.30 P23.31 P23.32 P23.33 P23.34 P4.00 P4.30 P4.40 P4.41 P4.42	10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005 10/24/2005	None None None None None None None None	None None None None None None None None

P23.13	10/24/2005	None	None	P60.03	10/24/2005	None	None
P23.14	10/24/2005	None	None	P60.04	10/24/2005	None	None
P23.15	10/24/2005	None	None	P60.05	10/24/2005	None	None
P23.16	10/24/2005	None	None	P60.06	10/24/2005	None	None
P23.17	10/24/2005	None	None	P64.01	10/24/2005	None	None
P23.18	10/24/2005	None	None	P64.02	10/24/2005	None	None
P23.19	10/24/2005	None	None	P64.03	10/24/2005	None	None
P23.20	10/24/2005	None	None	P64.04	10/24/2005	None	None
P23,21	10/24/2005	None	None	P64.05	10/24/2005	None	None
P23.22	10/24/2005	None	None	P64.06	10/24/2005	None	None
PM4 4-3							
	l Documents	D 11-	Data	Ob4	D D-1-	m	
Sheet	Box Date	Rev No	Date	Sheet	Box Date	Rev No	Date
E00.01	9/8/2005	None	None	E23.24	9/8/2005	None	None
E10.1	9/8/2005	None	None	E23.25	9/8/2005	None	None
E10.2	9/8/2005	None	None	E23.26	9/8/2005	None	None
E23.01	9/8/2005	None	None	E23.27	9/8/2005	None	None
E23.02	9/8/2005	None	None	E23.28	9/8/2005	None	None
E23.03	9/8/2005	None	None	E23.29	9/8/2005	None	None
E23.04 E23.05	9/8/2005 9/8/2005	None	None	E23.30	9/8/2005	None	None
E23.06	9/8/2005	None None	None None	E23.31 E23.32	9/8/2005 9/8/2005	None None	None None
E23.07	9/8/2005	None	None	E23.33	9/8/2005	None	None
E23.08	9/8/2005	None	None	E23.34	9/8/2005	None	None
E23.09	9/8/2005	None	None	E30.00	9/8/2005	None	None
E23.10	9/8/2005	None	None	E30.02	9/8/2005	None	None
E23.11	9/8/2005	None	None	E30.02	9/8/2005	None	None
E23.12	9/8/2005	None	None	E30.07	9/8/2005	None	None
E23.13	9/8/2005	None	None	E31.02	9/8/2005	None	None
E23.14	9/8/2005	None	None	E31.05	9/8/2005	None	None
E23.15	9/8/2005	None	None	E33.01	9/8/2005	None	None
E23.16	9/8/2005	None	None	E40.01	9/8/2005	None	None
E23.17	9/8/2005	None	None	E40.02	9/8/2005	None	None
E23.18	9/8/2005	None	None	E40.03	9/8/2005	None	None
E23.19	9/8/2005	None	None	E40.04	9/8/2005	None	None
E23.20	9/8/2005	None	None	E50.01	9/8/2005	None	None
E23,21	9/8/2005	None	None	E50.02	9/8/2005	None	None
E23.22	9/8/2005	None	None	E50.03	9/8/2005	None	None
E23.23	9/8/2005	None	None	E50.04	9/8/2005	None	None
					T. T. MOOO	140110	140110

# Safari Drive Specification Listing

# Division 01 - General Requirements

Specification	Description
01100	Summary of Work
01250	Contract Modification Procedures
01290	Payment Procedures
01310	Project Management and Coordination
01320	Construction Progress Documentation
01330	Submittal Procedures
01336	Electronic Document Request/Release Form
01400	Quality Requirements
01420	References and Definitions
01500	Temporary Facilities and Controls
01505	Construction Waste Management/Waste Reduction Plan
01630	Product Options and Substitutions/Substitution Request Form
01700	Execution Requirements
-01731	Cutting and Patching
01770	Closeout Procedures
01781	Project Record Documents
01784	Operations and Maintenance Data

Landscape Maintenance and Warranty

# **Division 02 - Site Construction**

Specification	Description
02512	Decomposed Granite Paving
02810	Landscape Irrigation System
02870	Bicycle Racks
02900	Landscaping
02945	Sodding

#### Division 03 - Concrete

02970

Specification	Description
03300	Cast-in-Place Concrete

# Division 04 - Masonry

Specification	Description
04810	Unit Masonry Assemblies

### Division 05 - Metals

Specification	Description
05120	Structural Steel
05310	Steel Deck
05400	Cold-Formed Metal Framing
05500	Metal Fabrications
05511	Metal Stairs

05515	Manufactured Metal Ladders
05811	Expansion Joint Assemblies

# Division 06 - Wood and Plastics (Not Used)

Specification	Description
06100	Rough Carpentry
06150	Wood Decking
06160	Sheathing
06185	Structural Glued Laminated Timber
06200	Finish Carpentry

## **Division 07 - Thermal and Moisture Protection**

D. 1101011 07	- incimu ana moistare i i	OFCCHOIL
Specification	Description	
07115	Bituminous Dampproofing	
07142	Hot Fluid-Applied Waterproofing	
07170	Bentonite Waterproofing	
07190	Water Repellents	
07210	Building Insulation	
07270	Weather Resistive Barriers	
07412	Metal Wall Panels	
07510	Thermoplastic Membrane Roofing	
07620	Sheet Metal Flashing and Trim	
07710	Roof Drainage Specialties	
07720	Roof Accessories	
	Sprayed Fireproofing	To Be Developed
	Intumesent Fireproofing	To Be Developed
07841	Through Penetration Firestopping	
07920	Joint Sealants	

## **Division 08 - Doors and Windows**

Specification	Description	
08110	Steel Doors and Frames	
08151	Integrated Metal Door Systems	
08211	Flush Wood Doors	
08311	Access Doors	To Be Developed
08331	Coiling Overhead Door	•
08361	Vertical Lift Doors	
08410	Aluminum-Framed Entrances	
08411	Aluminum-Framed Storefront	
08460	Sliding Automatic Entrance Doors	
08510	Steel Windows	
08710	Finish Hardware	
08800	Glazing	
	Shower Glass Enclosures & Doors	To Be Developed
08814	Mirrored Glass	
08011	Clazed Aluminum Curtain Malla	

# Division 09 - Finishes

Specification Description